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UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND

U.S. DISTRICT COURT STRICT OF MARYLAND

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Plaintiff,

v.

WILLIAM F. MAHON, ET. AL.

Defendants.

CIVIL ACTION

FILE NO. S 00 CV 2918

Judge William D. Quarles

ORDER DENYING MOTION TO STAY

UPON CONSIDERATION of the Motion of Relief Defendants Sean and Derek Jupiter to Stay Proceedings, the SEC's opposition thereto, and the entire record in the case, it is this day of _______, 2005:

ORDERED, that the Motion is DENIED; and it is further,

ORDERED, that Relief Defendants Sean and Derek Jupiter shall file their opposition, if any, to the SEC's Motion for Disgorgement and Repatriation Orders Against Relief Defendants Sean Jupiter and Derek Jupiter, within fourteen days of the date of this Order.

The Hoporable William D. Quarles United States District Judge